

### Amendments to the Claims:

The listing of claims will replace all prior versions, and listings, of claims in the application.

### Listing of Claims:

1. (currently amended) Process for making a wet-skin treatment composition comprising:

(a) an aqueous phase comprising water and a dispersion stabilizer, wherein said dispersion stabilizer is selected from the group consisting of inorganic dispersion stabilizers; organic stabilizers having a molecular weight lower than about 1000 Daltons and capable of forming a network in the aqueous phase that immobilizes a dispersed structured oil phase; polymeric stabilizers and mixtures thereof; and

(b) a structured oil phase having a viscosity of 100 to 5000 poise measured at 1 sec<sup>-1</sup> at 25°C comprising:

i) a skin compatible oil selected from triglycerides, modified triglycerides, or their mixtures;

ii) 1% to 75% by wt. of a structurant that forms a stable 3-dimensional network ofcomprising finely divided solids in said liquid skin compatible oil at a temperature below 35 °C and wherein said structurant is present in an amount sufficient to cause said oil phase to have a viscosity of 100 to 5000 poise measured at 1 sec<sup>-1</sup> at 25°C solid particles having a particle size below about 25 microns which builds the viscosity of said skin compatible oil, which particles are present in said liquid skin compatible oil at a temperature below 35°C and wherein said structurant is selected from the group of organic structurants having MW less than 5000 Daltons, inorganic structurants or mixtures of said organic and inorganic structurants;

wherein said structured oil phase is dispersed in said aqueous phase to form an oil-in-water dispersionemulsion having a weight average droplet size of about 201 to about 500 microns;

wherein said structured oil phase of said wet skin treatment, rinse-off composition is retained on the skin, after rinsing, as measured by a skin retention efficiency index of at least 0.15 as determined in the in-vitro skin retention test score of at least 0.15 on a skin retention efficiency index calculated using an in-vitro skin retention test;

wherein said oil-in-water emulsion has ~~a low irritation potential as measured by zein solubility below 0.3 as measured by the zein solubility test~~ an irritation potential measured below 0.3 on a zein solubility scale calculated using zein solubility test; and

wherein said emulsion is low foaming as measured by a foam volume below 5 cc as measured in the solution shake test;

wherein said process comprises:

- (i) directly mixing structured oil phase and aqueous phase comprising dispersion stabilizer to form droplets of an aqueous solution containing oil mixture having weight average droplet size of greater than about 100 microns;
- (ii) passing said mixture through a screen having opening of up to about 2000 micrometers to make oil drops of about 20 to 500 microns in size.

Claims 2 and 3 - cancelled

4. (currently amended) A process according to claim 31, wherein the structurant is an organic structurant and said organic structurant forms a solution in said skin compatible oil at a temperature great than 40°C and said structurant solidifies to form

said stable network of finely divided solid particles upon cooling said solution to a temperature below 35°C.

5. (original) A process according to claim 1, wherein weight average droplet size is 5 to 500 microns.

6. (original) The process according to claim 1, wherein the structured oil phase has a weight average droplet size in the range of 20 to about 200 microns.

7. (original) The process according to claim 1, wherein the structured oil phase has a viscosity in the range of 200 to 2000 poise at a shear rate of 1 sec<sup>-1</sup> and a temperature of 25°C.

Claim 8 - cancelled

9. (currently amended) The process according to claim ((8))1, wherein the auxiliary benefit agent is a functional skin benefit agent selected from the group consisting of humectants, occlusive agents, barrier lipids, skin repair agents, UV screens, vitamins, skin lightening agents, antimicrobials, antioxidants, and mixtures thereof.

10. (currently amended) The process according to claim ((8))1, wherein the auxiliary benefit agent is a sensory modifier selected from the group consisting of emollients, skin conditioning agents, perfumes, distributing agents, chemosensory agents and mixtures thereof.

11. (currently amended) The process according to claim ((8))1, wherein the auxiliary benefit agent is a chemical preservative.

12. (currently amended) The process according to claim ((8))1, wherein the auxiliary benefit agent is a chelating agent.

13. (currently amended) The process according to claim ((8))1, wherein the auxiliary benefit agent is an essential oil.

14. (new) A composition according to claim 1 wherein the triglyceride comprises at least 25% by wt. of the skin compatible oil.

15. (new) A composition according to claim 4, wherein the organic structurant is a solid fatty acid ester that forms a solution in triglyceride, modified triglyceride or mixture thereof at temperature greater than 40°C and said structurant solidifies to form stable 3-dimensional network of final divalent solids upon cooling said solution to a temperature below 35°C.

16. (new) A composition according to claim 15, wherein the solid fatty acid is trihydroxystearin.

17. (new) A composition according to claim 1, wherein the organic structurant is petrolatum.

18. (new) A composition according to claim 1, wherein the inorganic structurant is a silica or a natural or synthetic clay.